

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

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In re

TELEGLOBE COMMUNICATIONS CORPORATION,
et al.,

Debtors.

Chapter 11
Case No. 02-11518 (MFW)
Jointly Administered

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TELEGLOBE COMMUNICATIONS CORPORATION,
et al.,

Plaintiffs,

C.A. No. 04-CV-1266 (SLR)

v.

REDACTED

BCE INC., *et al.*,

Defendants.
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**AFFIDAVIT OF CHARLES LOESNER IN SUPPORT OF PLAINTIFFS'
SUPPLEMENTAL RESPONSE TO DEFENDANTS' OBJECTIONS TO
THE SPECIAL MASTER'S FINAL DECISION**

Charles Loesner, being duly sworn, deposes and states as follows:

1. I am an attorney associated with the law firm of Hahn & Hessen LLP, counsel for the Official Committee of Unsecured Creditors of Teleglobe Communications Corporation, et al. (the "Committee"), one of the plaintiffs in the above-captioned action. I am admitted to practice in the State of New York and the Southern District of New York, and am authorized to appear *pro hac vice* before this Court in this action.

2. Prior to the commencement of this action, as part of its investigation pursuant to Bankruptcy Rule 2004, the Committee brought before Bankruptcy Judge Walrath a motion to compel the production of documents by BCE Inc. ("BCE"). BCE's opposition papers stated that "As denoted on BCE's privilege log, BCE attorneys consulted with attorneys, officer, or employees of Teleglobe Inc. or its subsidiaries to discuss or provide legal advice in matters

where BCE and Teleglobe Inc. (or its subsidiaries) shared a common legal interest.” Opposition to Motion of the Official Committee of Unsecured Creditors for an Order Authorizing and Compelling Discovery Pursuant to Bankruptcy Rule 2004 at 18 (emphasis added). A true and correct copy of BCE’s Opposition is attached hereto as Exhibit A.

3. During a hearing on the Committee’s motion to compel, Judge Walrath ordered BCE to produce to the Debtors and to the Committee all documents withheld on the basis of “common interest” privilege. See Exhibit A to Plaintiffs’ Response to Defendants’ Objections to the Special Master’s Final Decision.

4. According to the records kept by my firm, and prepared under my supervision, following Judge Walrath’s decision BCE produced 299 documents that had been designated as “common interest.” A list of these documents is attached hereto as Exhibit B. Wiith regard to twelve of these documents (privilege log numbers 470, 471, 472, 473, 475, 478, 481, 485, 492, 565, 594, and 700), BCE initially withdrew the "common interest" designation on a later version of the privilege log, then subsequently produced them. The documents attached as Exhibits 1A, 1B, 1C, 1D, 1E, 1G, 1H, 1J, 1K, and 1L to the Transmittal Affidavit of Gregory E. Stuhlman in support of Plaintiffs’ Response to Defendants’ Objections to the Special Master’s Final Decision, are examples of the 299 “common interest” documents produced by BCE.

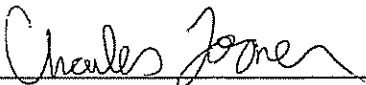
5. Attached hereto as Exhibit C is a true and correct copy of an e-mail from M. Lalande, dated November 20, 2001.

6. Attached hereto as Exhibit D is a true and correct copy of a letter from Teleglobe Inc. to Deloitte and Touche LLP, dated February 27, 2002.

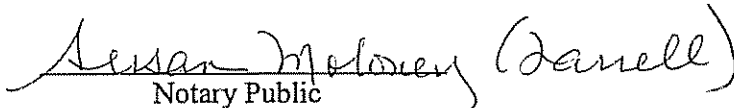
7. Attached hereto as Exhibit E is a true and correct copy of a letter from Teleglobe Inc. to Deloitte and Touche LLP, dated February 27, 2002 and bearing the handwritten notation "Final."

8. Attached hereto as Exhibit F is a true and correct copy of an e-mail from M. Turcotte, dated April 9, 2002.

Dated: New York, New York
March 30, 2006


Charles Loesner

Sworn to before me this 30th day
of March, 2006


Notary Public
SUSAN MOLOONEY (FARRELL)
Notary Public, State of New York
No. 01404890039
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires April 27, 2007

UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I hereby certify that on March 31, 2006, I caused to be served by hand delivery the foregoing document and electronically filed the same with the Clerk of Court using CM/ECF which will send notification of such filing(s) to the following:

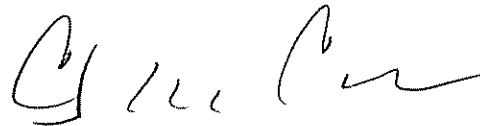
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I hereby certify that on March 31, 2006, I caused to be sent by Federal Express the foregoing document to the following non-registered participants:

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